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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

.....	:	
In re:	:	Chapter 11
	:	
INNKEEPERS USA TRUST, et al.,	:	Case No. 10-13800 (SCC)
	:	
Debtors.	:	(Jointly Administered)
	:	
.....	:	
LNR PARTNERS, LLC and LNR SECURITIES	:	Adv. Pro. No. 10-04237-SCC
HOLDINGS, LLC,	:	
	:	
Plaintiffs,	:	
	:	
v.	:	
	:	
CRES INVESTMENT NO. II, LP,	:	
	:	
Defendant.	:	
.....	:	

**MOTION FOR ENTRY OF AN ORDER AUTHORIZING THE FILING OF  
THE REPLY AFFIDAVIT OF LAWRENCE P. GOTTESMAN UNDER SEAL**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

LNR Securities Holdings, LLC (“LNRSH”) and its special servicing affiliate, LNR Partners, LLC (“LNR”) (collectively, “Plaintiffs”), by their undersigned counsel, as and for their Motion for Entry of an Order Authorizing the Filing of the Reply Affidavit of Lawrence P. Gottesman Under Seal (the “Motion”), respectfully state as follows:

1. This Motion is filed pursuant to this Court's continuing jurisdiction over its Stipulated Protective Order, Case No. 10-13800 (SCC), Docket No. 203, entered August 16, 2010 (the "Protective Order"). Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409(a).

2. Information contained in the Reply Affidavit of Lawrence P. Gottesman (the "Reply Affidavit") is of a confidential and sensitive nature, and is designated as "Confidential" or "Highly Confidential" under the Protective Order.

3. This motion is filed to comply with the Protective Order's requirements for dealing with such information.

4. While information referenced in the Reply Affidavit has been designated as "Confidential" or "Highly Confidential," it does not include information that would be protected under Rule 9018 of the Bankruptcy Rules.

5. There are no (a) trade secrets or other confidential research, development, or commercial information, (b) scandalous or defamatory matters, or (c) governmental matters that are made confidential by statute or regulation. The information contained in the Reply Affidavit does include information and communications that certain parties might wish to remain private.

6. Plaintiffs request that the Court approve the filing of the Reply Affidavit under seal.

7. This Motion includes citations to the applicable rules and statutory authorities as support and a discussion of their application to this Motion. Accordingly, Plaintiffs submit that this Motion satisfies Rule 9013-1(a) of the Local Rules for the Southern

District of New York and respectfully request the waiver of the need to file a supporting memorandum of law.

**WHEREFORE**, Plaintiffs respectfully request that the Court enter an Order, substantially in the form submitted herewith, authorizing Plaintiffs to file the Reply Affidavit under seal, and granting such other and further relief as the Court deems appropriate.

Dated: New York, New York  
December 9, 2010

HERRICK, FEINSTEIN LLP

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